P95000005653

LAZARUS CORPORATE INDUSTRIES, INC. (Requestor's Name) 600001392996 -01/30/95--01054--037 ****122.50 ****122.50 890 S.W. 87 AVENUE #16 (Address) MIAMI, FLORIDA 33174 (305)552-5973 (City, State, Zip) (Phone #1 LOCAL REPRESENTATIVE TALLAHASSEE OFFICE USE ONLY (904)385-6735 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): 1. ACCOUNTING UNLIMITED SERVICES, INC. 2. (Corporation Name) (Document #) Certified Copy

Certificate of Status

Certificate of Status (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time 2100 Certified Copy Muil out Will wait Photocopy **NEW FILINGS AMENDMENTS** Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger

OTHER FILNGS

Annual Report

Fictitious Name

Name Reservation

REGISTRATION/
QUALIFICATION

Foreign
Limited Partnership
Reinstatement
Trademark
Other

Examiner's Initials

CR2E011(9/92)

ARTICLES OF INCORPORATION

OF

ACCOUNTING UNLIMITED SERVICES, INC

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I, the undersigned, in order to form a corporation of the Laws of Floridation of the Laws of Floridation for the purposes set forth below, hereby subscibe to these Aricles of Incorporation.

I.

The name of the corporation shall be, ACCOUNTING UNLI-MITED SERVICES, INC.

II.

The purpose and general nature of the business to be conducted and transcated by the corporation shall be as follows:

- A. To do and transact any and all business as permitted under the laws of the State Of Florida and the United States of America.
- B. To purchase for investment and resale, and to traffic in land, property, houses and buildings and other property of any nature. To create, sell and deal in freehold and leasehold ground rents. To make advances upon the security of land or houses or other property. To deal in any manner with real and personal property.

- C. To draw, make, accept, endorse, discount, execute, and issue promissory notes, bills of exchange, and other negotiable instruments, including bonds, debentures, or other obligations of this corporation, whether secured by mortages pledge, or otherwise, or unsecured, for acquired, or for other lawful objects.
- D. To guarantee, purchase, hold, sell. assign, transfer, mortages, pledge or otherwise dispose of the shares of capital stock, or any bonds, securities, or other evidence of indebtedness, to exercise all of the rights, powers and privileges of ownership, including the right to vote according to the rights of said instruments and agreements.
- E. To purchase, hold, sell and transfer shares of its own capitol stock; subject, however, to such limitations as may be provided by law, and provided further, that shares of its own capital stock owned by the corporation shall not be voted upon directly or indirectly nor counted as outstanding for the purpose of any stockholder;s quorum or vote.

without limiting any of the purposes, powers and objects of this corporation, it is expressly declared and provided that this corporation shall have power in carrying on its own business, or for the purpose of accomplishment of any of the purposes or attainment of the objects hereinabove specified, to make and perform contracts of any kind and description and to do any and all other acts and things, and to exercise any and all powers either as principal, agent or broker, conferred by the Laws of Florida upon corporations, and which a partnership or natural person could do and exercise, and which now or hereafter may be authorized by law.

III.

The number of shares of stock that this corporation is authorized to have outstanding at any time is __200.00 shares at \$1.00 per value.

IV.

The amount of capital with which this corporation shall begin business shall be \$200.00

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The existence of this corporation shall be perpetual.

VI.

The principal office of this corporation shall be located at 11400 W. Flagler St. Suite #203, Sweetwater, Florida 33174

VII.

The Board of Directions of nthis corporation shall consist of not less than one and not more than three members.

VIII.

The names and addresses of the first Board of Directors, who shall, subject to these Articles of Incorporation, By-Laws, and the law of Florida, hold office for the first year of the corporation's existence, or until successors shall have been elected and qualified, is as follows:

LUIS A. MENDIETA 10810 SW 84 th. Street, Miami,F1. 33173 FRANCISCO G. SOTO 13903 SW 46 Th. Terrace, Miami,F1. 33175 IX.

The registered agent and the registered office for this corporation is:

FRANCISCO G. SOTO 13903 SW 46 Th. Terrace, Miami, Fl. 33175

х.

The names and addresses of each subscriber to these

Articles of Incorporation, and the number of shares of stock
each agree to take, the total aggregate amount of which shall be

the sum of \$200,00 the amount of capital with which this corporation sahll begin business, are as follows:

NAME	ADDRESS	SHARE	AMOUNT
LUIS A. MENDIETA	10810 SW 84 Th. St.		
Phanasas	Miami, Fl. 33173	100	\$100.00
FRANCISCO G. SOTO	13903 SW 46 Th. Terr.		
	Miami, F1. 33175	100	\$100.00

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The officers of the corporation until the first meeting of the corporation Board of Directors, or until successors are elected, shall be:

FRANCISCO G. SOTO. LUIS A. MENDIETA. President and Secretary Vice-President and Treasurer

XII.

This corporation shall be initially governed by the stockholders, notwith standing other provisions of these Acticles of Incorporation. At the discretion of the initial sole stockholder or the successor of all shares of the stockholder, or when there are two or more stofholders owning stock in the corporation, at a meeting held for that purpose, stockholders may elect to operate with a Board of Directions and Directors as provided else where in these Articles of Incorporation. At such time there shall be elected a minimum of one direction who shall hold for one year after their election or until their successors are elected or appointed and have qualified. The stockholders shall also elect such person to fill the offices of : PRESIDENT, VICE PRESIDENT, SECRETARY, TREASURER, and such other offices as are permitted by the By-Laws of the corporation. The officers shall serve for one year after their election or until their successors are elected or appointed and have qualified. The manner and and of electing or

appointed and have qualified. The manner and form of electing or appointing officers shall be set out in the By-Laws.

XIII.

ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT
having been made initial Registered Agent to accept service of
the corporation at the initial registered office designated in
these Articles of Incorporation, I hereby accept such status
and consent to act in this capacity and agree to comply with
all the requirements of the law pertaining thereto.

Dotom

FRANCISCO G. SOTO

The undersigned incorporator(s) has (have) excuted these articles of incorporation this.

19th. day of January 199 5.

FRANCISCO G. SOTO 23 PH 2: FLORED TO STATE OF THE PROPERTY OF THE

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LAZARUS CORPO	RATE INDUSTRIES, IN	c.	400	
	Name) VENUE, SUITE:16		S CO 11	
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MIAMI, FLORIDA	33174 (305)552-5	5973	5	
LOCAL REPRESEN	Zin) (Phone 4)	OFFICE USE ONLY		
(904) 305	TATIVE TALLAHASSEE		÷ -	,
(904)385-6735			200	•
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NEW FILINGS	AMENDMENTS		PR TANK	
Profit	Amendment		SEE O	
NonProfit	Resignation of R.A., Office	Cer/Director		
Limited Liability	Change of Registered Age		R 10 PH 1: 43	
Domestication	Dissolution/Withdrawal		Σ' ω	
Other	Merger			
OTHER FILINGS	REGISTRATION/	4.	110	
Annual Report	QUALIFICATION	•	OF M	
Fictitious Name	Foreign		12/012	
Name Reservation	Limited Partnership		/ VUC); (5.	
	Reinstatement		1	
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CR2E031(10/92)	Other		# 14114415	

AKTICLES OF DISSOLUTION

AKTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, the undersigned corporation submits the following articles of dissolution: FIRST: The name of the corporation is ACCOUNTING UNLIMITED

SERVICES INC.

SECOND: The articles of incorporation were filed on JANUARY 23 1995. None of the corporation's shares have been issued. ___ The corporation has not commenced business. FOURTH: No debt of the corporation remains unpaid. The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. SIXTH: Adoption of Dissolution (check one) A majority of the incorporators authorized the dissolution. A majority of the directors authorized the dissolution.

Signed this 7 day of APRIL . 1995

ACCOUNTING UNLIMITED SCRVICES INC.

But Botom (An incorporator if adopted by the incorporators or by the chairman or vice chairman of the board, president, or other officer if FRANCISCO 6. 5070.
(Typed or printed name) TINCORPORTION / PRESIDENT